



**Regular Board Meeting**  
**Wednesday – January 9, 2013 - 5:30 P.M.**

1. **Call to Order and Roll Call:** Chairman Hurd called the meeting to order at 5:32 P.M. D. Reeves did the roll call of the board and all Board members were present.

Board Members Present:

Don Hurd  
Carolyn Decker  
Alene Allen  
Dave Schrom  
Cheryl Davy  
Aaron Zimmerman  
Steve Forster

Staff Present: TURA Administrator Paul Wyntergreen, Executive Assistant Debbi Reeves

Guests/Public:

Doug Henson, Aaron Palter

**Doug Henson** asked **Chairman Hurd** if he would consider rearranging the agenda and move the Executive Session to the beginning of the meeting. He explained he has a prior engagement and would not be able to stay later. There was discussion about who could be allowed to attend the Executive Session. **P. Wyntergreen** explained only the media could be part of an Executive Session or the owner of the property that was being discussed in the session and that **Mr. Henson** is neither, therefore would not be allowed to attend. **P. Wyntergreen** noted that any information **Mr. Henson** may have can be submitted to the board under Non-Agenda Items and then considered at the Executive Session.

2. **Election of Officers and Committee Appointments:**

**Chairman Hurd** asked for nominations for the Chair and Vice Chair positions. **C. Davy** asked if the board would consider a mentorship or succession rotation for officer positions so that each board member has an opportunity to be an officer. She explained her thoughts that each year the Vice Chair would roll into the Chair position and the Chair position roll to an advisory position. There was discussion about whether the bylaws would need to reflect this or if board consensus would be adequate and **P. Wyntergreen** stated this could be discussed with the By- laws/ Roberts Rules of Order agenda item.

**C. Davy** nominated **Carolyn Decker** for the Chair position. **C. Decker** nominated **Don Hurd** for the Chair position. There were no other nominations. There was discussion on

voting and it was decided to do a written ballot vote. Ballots for the Chairman position were collected by **P. Wyntergreen** and read aloud by **D. Reeves** as follows:

Carolyn Decker voted for Don Hurd for Chairman  
Aaron Zimmerman voted for Don Hurd for Chairman  
Alene Allen voted for Don Hurd for Chairman

Dave Schrom voted for Carolyn Decker for Chairman.  
Steve Forster voted for Carolyn Decker for Chairman  
Cheryl Davy voted for Carolyn Decker for Chairman  
Don Hurd voted for Carolyn Decker for Chairman

With the votes tallied as 4 votes for **C. Decker** and 3 votes for **D. Hurd**, **D. Reeves** announced **Carolyn Decker** was elected Chairman of the Board.

Nominations were opened for Vice Chair. There was discussion regarding who would like to serve as Vice Chair. **S. Forster** nominated **Dave Schrom** for Vice Chair. **C. Decker** asked if **D. Hurd** would accept a nomination for Vice Chair and he stated he would be resigning from the board effective immediately and would not accept a Vice Chair nomination. **Carolyn Decker** moved in the Chairman seat to conduct the meeting. **D. Schrom** noted the succession plan is a good idea.

**D. Reeves** read the collected ballots and votes were as follows:

Alene Allen voted for Dave Schrom  
Carolyn Decker voted for Dave Schrom  
Dave Schrom voted for Dave Schrom  
Aaron Zimmerman voted for Dave Schrom  
Steve Forster voted for Dave Schrom  
Cheryl Davy voted for Dave Schrom  
Don Hurd did not vote.

**D. Reeves** announced that **Dave Schrom** was elected to the Vice Chair position.

**P. Wyntergreen** commented to **Chairman Decker** the board would now need to act on the immediate resignation of **D. Hurd**. **Chair Decker** asked the reason for **D. Hurd's** resignation. **D. Hurd** commented he is "either in or out" and that he has "other things to do." He noted he "cannot do this a little bit." The board asked him to reconsider and noted his experience is very valuable. **D. Hurd** commented he "does not fit into a succession plan" and that **D. Reeves** and **P. Wyntergreen** will provide all the needed assistance. He also noted that it would not work for him if he was not Chair. Everyone commented that he will be missed and he noted he has enjoyed his time with TURA. As he left the meeting **D. Reeves** asked **D. Hurd** for a letter of resignation.

**D. Reeves** asked the board if she could speak to **Ruth LaFrance** who ran for a board

position in December and **A. Zimmerman** received the appointment. There was discussion about this and whether or not to advertise the open position. The board decided to open the vacancy for 2 weeks so **D. Reeves** will post on the website and at the normal posting locations. It was also decided that **D. Reeves** will speak with **R. LaFrance** to see if she was willing to resubmit her volunteer application for the TURA Board.

### **3. Approval of Minutes:**

**D. Schrom** noted he would like the minutes changed on page 3 pertaining to 3<sup>rd</sup> Street to reflect he said that 3<sup>rd</sup> Street "will be city owned not county owned after completion."

➤ **D. Schrom made a motion to approve the minutes of the December 12, 2012 regular board meeting as written with the minor correction. D. Davy seconded the motion. Ayes were received by A. Allen, D. Schrom, C. Davy, and C. Decker. S. Forster and A. Zimmerman abstained. The motion passed by majority.**

#### **Items out of agenda sequence:**

##### **\*\*\*\*\* Committee Assignments:**

**P. Wyntergreen** noted to **Chairman Decker** the board had skipped over the Committee appointments during the election portion of the meeting. After a brief discussion it was decided to defer the Committee assignments until the next meeting. **Chairman Decker** will speak with board members about their committee preferences in the meantime. **P. Wyntergreen** noted the list in the packet was the 2012 Committee assignments and for reference only. There was also discussion of the committee descriptions so **D. Reeves** will get descriptions for the next meeting. **P. Wyntergreen** noted a decision on whether a committee needs to exist can be made at the next meeting also.

##### **\*\*\*\*\* Resignation of Don Hurd:**

**S. Forster** asked if a formal action of the board needed to be taken on the resignation of **Don Hurd**. **P. Wyntergreen** recommended this should be done.

➤ **S. Forster made a motion to accept Don Hurd's resignation from the board immediately. C. Davy seconded the motion. Chairman Decker asked for the vote. Ayes were received by S. Forster, C. Decker, and C. Davy. Nays were received by D. Schrom and A. Allen. A. Zimmerman abstained as he did not feel the board could take action without a letter of resignation. There was discussion about an official letter of resignation and it was decided since D. Hurd formally resigned in a public meeting that the board could act on that resignation. The motion passed by a majority.**

4. **Approval of Bills:**

➤ **D. Schrom made a motion to approve the payment of \$1,985.00 to the attorney (check #705). A. Allen seconded the motion. Ayes were received by all board members present. The motion passed unanimously**

5. **Approval of Financial Report:**

There were no comments on the December 31, 2012 Financial Report. **D. Reeves** reported approximately 83% of the tax revenues have been received. **P. Wyntergreen** commented the 2011- 2012 financial audit is almost complete and that the auditors had filed for an extension. He also stated his opinion is that the monthly financial statement did not need to be formally approved.

6. **Public Non-Agenda Items: None**

7. **Pending Business:**

a) **Legal Advice from Jeannette Launer:**

**P. Wyntergreen** went over the written opinion provided by attorney **Jeannette Launer** pertaining to the bylaws and Roberts Rules of Order brought up at the last meeting. There was discussion about the role of the Chair and Roberts Rules of Order. **P. Wyntergreen** does not believe the bylaws regarding Section 4g needs revision. Consensus of the board was to leave the bylaws for this section as is.

**S. Forster** commented on the suggestion from **C. Davy** that a succession plan be initiated by TURA for Board Officers. **D. Schrom** asked if a summary could be prepared and explained in the minutes.

**C. Davy** outlined her thoughts that the Vice Chair would serve for one year then move into the Chair position for the second year and stay on as an advisor to the Chair in the third year. **A. Allen** noted this should not be locked in stone as people's lives change.

**A. Zimmerman** commented it could be an understanding of the board to use a succession plan. The board was in agreement to have an understanding or protocol for a succession plan for officers of the board. **D. Schrom** summarized the plan as stated above.

b) **LGIP Signature Updates:**

**D. Reeves** noted she will have to redo the letter to the state on the LGIP accounts since there are now changes to the board and officers. She will bring this to the next meeting. She also commented that Columbia Bank has given permission for the board to move the reserve funds into the state pool account to get a better interest rate. This cannot be done until all of the board member updates have been completed . It may be March before this gets complete

since there could potentially be a new board member in February appointed to fill the vacancy created by **D. Hurds** resignation.

8. **New Business:**

a) **Set Work Session for New Committee:**

**D. Reeves** explained the new committee was something **D. Hurd** was initiating. She also commented on why he thought facts and justifications for projects needed to become part of a project file. She explained TURA records are permanent and document like this would be a part of the history of the project. **D. Schrom** noted he agreed there should be a summary of the project on record. **Chairman Decker** stated she thought the Proposal Committee should be able to add a Fact and Justification document into their initial report from now on. This will be revisited at the next meeting.

9. **Committee Reports:**

a) **Sunseri Dutch Mill Project:**

**D. Reeves** reported she had spoken with **Josh Matsell** and that he is getting together a quote for engineering on the cement beam and moving the large neon sign up on the building. She hopes to have a quote back to the board soon. There was discussion about the project and the construction.

b) **Pelican Pub Brewery Project:**

**P. Wyntergreen** stated we are waiting for a draft contract to review from the Pelican Pub attorney. Once that is received TURA attorney **Jeannette Launer** will review. He hopes to have this by the next meeting. **D. Schrom** noted there is work going on at the location and that things are being moved out of the building.

10. **Correspondence/Information:**

a) **City Costs on 3rd Street Waterline Project:** **P Wyntergreen** noted this is an information letter and final costs have not been determined.

b) **Tillamook County Pioneer Museum Invitation:** **Chairman Decker, A. Allen,** and **D. Schrom** intend to go to this discussion which should be very interesting.

c) **City Council Meeting on January 22, 2013:** **P. Wyntergreen** noted the Parks and Recreation Master Plan will be a Work Session for the City Council and invited the board to attend.

d) **New Owner of 1906 1<sup>st</sup> Street:** **D. Reeves** noted she had spoken with the new owner of the building and that he was interested in TURA programs. He took an application for all

three programs.

11. **Concerns of the Board and Non-Agenda Items:**

**D. Schrom** commented on **D. Hurd** leaving and there was discussion of the situation. **Chairman Decker** explained the role of the Vice Chair in the past.

12. **Executive Session:**

**Chairman Decker** read the Executive Session disclosure statement and cited ORS 192.660 (2)(e) and 192.660 (2)(h). The regular meeting was adjourned into Executive Session at 6:42 P.M.

**Chairman Decker** reconvened the regular meeting at 7:10 P.M.

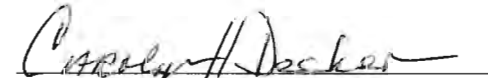
13. **Meeting Schedule:**

The next regular board meeting will be held on February 13, 2013.

14. **Adjournment:**

With no further business **Chairman Decker** adjourned the meeting at 7:12 P.M.

Prepared by:  
Debbi Reeves  
Executive Assistant

  
Carolyn Decker - TURA Chairman